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**碧生源控股有限公司
BESUNYEN HOLDINGS COMPANY LIMITED**

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 926)

**RECOMMENDATION FOR DECLARATION AND
PAYMENT OF A SPECIAL DIVIDEND**

Reference is made to the announcement of the Company dated 5 February 2016 in relation to a meeting of the Board for the purposes of, inter alia, considering the recommendation for declaration and payment of a special dividend.

The Board is pleased to announce that the Board resolved on 20 February 2016 to recommend for declaration and payment of a special dividend of HK5 cents per Share out of the Share Premium Account.

**CONDITIONS OF THE DECLARATION AND PAYMENT OF THE SPECIAL DIVIDEND
OUT OF THE SHARE PREMIUM ACCOUNT**

The declaration and payment of the Special Dividend out of the Share Premium Account is conditional upon the satisfaction of the following conditions:

- (a) the passing of an ordinary resolution by the Shareholders at the EGM approving the declaration and payment of the Special Dividend out of the Share Premium Account pursuant to the articles of association of the Company; and
- (b) the Directors being satisfied that there are no reasonable grounds for believing that the Company is, immediately following the payment of the Special Dividend, unable to pay its debts as they fall due in the ordinary course of business.

The conditions set out above cannot be waived. If such conditions are not satisfied, the Special Dividend will not be paid.

Subject to the fulfilment of the above conditions, the Special Dividend will be paid on or about 31 March 2016 to the Shareholders whose names appear on the register of members of the Company on 18 March 2016.

REASONS FOR AND EFFECT OF THE DECLARATION AND PAYMENT OF THE SPECIAL DIVIDEND OUT OF THE SHARE PREMIUM ACCOUNT

The Board considers it appropriate to pay the Special Dividend to reward for the Shareholders' support. The declaration and payment of the Special Dividend does not involve any reduction in the authorised or issued share capital of the Company nor does it involve any reduction in the nominal value of the Shares or result in any change in the trading arrangements in respect of the Shares.

After taking into consideration of the existing cash flow of the Group, the Board considers that the Company has sufficient cash flow to pay the Special Dividend. The declaration and payment of the Special Dividend will not have any material adverse effect on the financial position of the Group.

The Directors consider that the declaration and payment of the Special Dividend is in the interests of the Company and its Shareholders as a whole.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 10 March 2016 to 12 March 2016, both days inclusive. During such period, no transfer of Shares will be registered. The record date for determining the eligibility to attend the EGM will be on 12 March 2016. In order to be eligible for attending the EGM, all completed transfer forms accomplished by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on 9 March 2016.

The register of members of the Company will be closed on 18 March 2016. On such day, no transfer of Shares will be registered. The record date for determining the eligibility to receive the Special Dividend will be on 18 March 2016. In order to be eligible for receiving the Special Dividend, all completed transfer forms accomplished by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for registration not later than 4:30 p.m. on 17 March 2016.

EGM

The EGM will be convened to consider and, if thought fit, to approve the declaration and payment of the Special Dividend out of the Share Premium Account. No Shareholder is required under the Listing Rules to abstain from voting on the proposed ordinary resolution at the EGM.

A circular containing further information about the Special Dividend and the notice of the EGM will be despatched to the Shareholders as soon as practicable.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expressions shall have the meanings ascribed to them below:

“Board” the board of Directors of the Company

“Company”	Besunyen Holdings Company Limited (碧生源控股有限公司), a company incorporated in the Cayman Islands with limited liability and the shares of which are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened for the purpose of considering the declaration and payment of the Special Dividend out of the Share Premium Account
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which for the purpose of this announcement only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Share(s)”	the ordinary share(s) of US\$0.0000083333 each in the capital of the Company
“Shareholder(s)”	the shareholder(s) of the Company
“Share Premium Account”	the share premium account of the Company
“Special Dividend”	the special dividend of HK5 cents per Share as recommended by the Board
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollars, the lawful currency of United States of America

By order of the Board
Besunyen Holdings Company Limited
Zhao Yihong
Chairman and Chief Executive Officer

Hong Kong, 20 February 2016

As at the date of this announcement, the executive Directors are Mr. Zhao Yihong (Chairman and Chief Executive Officer) and Ms. Gao Yan (Vice Chairman); the non-executive Directors are Mr. Zhuo Fumin and Ms. Zhang Guimei; and the independent non-executive Directors are Mr. Huang Jingsheng, Mr. Wang Jing and Mr. Ren Guangming.